

You must vote all of the Existing Common Stock you hold to accept or reject the Plan. You may not split your vote. If you are submitting a vote with respect to any Existing Common Stock that you own, you must vote all of your Existing Common Stock in the same way (i.e., all "Accepts" or all "Rejects"). An authorized signatory of an eligible Beneficial Owner may execute this Ballot, but must provide the name and address of the Beneficial Owner on this Ballot and may be required to submit evidence to the Bankruptcy Court demonstrating the signatory's authorization to vote on behalf of the Beneficial Owner. Authorized signatories voting on behalf of more than one Beneficial Owner must complete a separate Ballot for each Beneficial Owner.

You may receive multiple mailings containing Ballots, especially if you own your Existing Common Stock through more than one account. You should vote each Ballot that you receive for all of the Existing Common Stock that you beneficially own.

You must provide all of the information requested by this Ballot. Failure to do so may result in the disqualification of your vote.

Item 1. Number of Shares Of Existing Common Stock. The undersigned hereby certifies that as of November 26, 2007, the undersigned was the Beneficial Owner (or authorized signatory) of Existing Common Stock in the following amount (insert amount in box below).

1255

do this voting for 1 share
of new Delphi stock for 1218 shares
of the stock we have?

Voting Ballots

Plan.

the Plan.

Beneficial Owner hereby certifies (or the authorized signatory hereby certifies on behalf of the Beneficial Owner) that as of November 26, 2007 the registered or record holder and the Beneficial Owner of the Existing Common Stock have voted directly to the Securities Voting Agent. The Beneficial Owner further certifies that it does not exhibit thereto) and understands that the solicitation of votes for the Plan is subject to

ALVIN C SCHMIDT

Name Of Holder: Dorela J. Schmidt

(Print Or Type)

Social Security Or Federal Tax I.D. No.: 383306301
(Optional) 371-32-8579

Signature: Alvin C. Schmidt

Name Of Signatory:

(If Other Than Holder)

Title:

Address:

Date Signed :

You may receive multiple mailings containing Ballots. You should vote each Ballot that you receive for all of the claims that you hold.

Item 1. Vote On Plan. (Please check one.) The undersigned, the holder of a Class C General Unsecured Claim against the Debtors in the unpaid amount of \$79,580.00 _____

☐ ACCEPTS (votes FOR) the Plan.

☐ REJECTS (votes AGAINST) the Plan.

Item 2. Certification. By signing this Ballot, the undersigned hereby certifies that: (a) on November 26, 2007 it was the holder of a Class C General Unsecured Claim to which this Ballot pertains (or an authorized signatory therefor), (b) it has full power and authority to vote to accept or reject the Plan, (c) it has received a copy of the Disclosure Statement (including the appendices and exhibits thereto), (d) it understands that the solicitation of votes for the Plan is subject to all the terms and conditions set forth in the Disclosure Statement, and (e) either (i) it has not submitted any other Ballots for Class C General Unsecured Claims or (ii) it has provided the information specified in the following table for all other Class C General Unsecured Claims for which it has submitted additional Ballots (please use additional sheets of paper if necessary):

**Complete This Table Only If You Have Voted Class C General
Unsecured Claim Ballots Other Than This Ballot**

Name Of Holder	Account Number (If Applicable)	Amount Of Claim
1. <u>ALVIN C. SCHMIDT</u> <u>DARLA J. SCHMIDT</u>		\$ <u>79,580.00</u>
2. _____		\$ <u>0</u>
3. _____		\$ _____

*In this voting for
what Delphi wants to
give you \$59.61 for
1 share of new Delphi
stock?*

Name Of Voter: Alvin C Schmidt and Darla J Schmidt
(Print Or Type)

Social Security Or Federal Tax I.D. No.:

(Optional)

Signature:

Name Of Signatory: _____

(If Other Than Voter)

Title: _____

Address: Ua Dtd 122200

Alvin Schmidt and Darla Schmidt

Family Revocable Living Trust

9650 Langan St

Spring Hill, FL 34606

Date Signed: _____

If your address or contact information has changed, please note the new information here:

CLASS C GENERAL UNSECURED CLAIMS



FUTURE ELECTION TO RECEIVE FRACTIONAL NEW WARRANTS IN LIEU OF CASH

Please take note that under the Plan, holders of Delphi Existing Common Stock as of the Effective Date will receive the treatment set forth in Article 5.7 of the Plan, which includes, without limitation, the Pro Rata distribution of New Common Stock, Seven-Year Warrants, Six-Month Warrants, and Ten-Year Warrants (the Seven-Year Warrants, Six-Month Warrants, and Ten-Year Warrants, collectively, the "New Warrants"). Pursuant to Article 9.10 of the Plan, fractional shares of New Common Stock and, unless you elect otherwise as described below, fractional New Warrants will be aggregated and sold so that each party, if any, entitled to fractional shares of New Common Stock and/or fractional New Warrants will receive cash. To the extent that you want to receive fractional New Warrants instead of cash, you must do the following:

- (a) As soon as reasonably practicable following the Effective Date of the Plan, Delphi will mail to all registered holders of Delphi Existing Common Stock as of February 11, 2008 a notice to facilitate an election to receive fractional New Warrants in lieu of cash. Those parties who are not registered holders as of February 11, 2008 will not receive the foregoing notice and will not be eligible to make such election.
- (b) Within approximately two weeks (but not less than 10 days) following the mailing of the notice described in (a) above and as will be specifically set forth in such notice, registered holders will be required to make an election in accordance with the instructions set forth in the notice. Failure to make this election on a timely basis will result in the receipt of cash in exchange for your fractional New Warrants.

INSTRUCTIONS FOR COMPLETING THE BENEFICIAL OWNER BALLOT

Delphi Corporation and certain of its subsidiaries (collectively, the "Debtors") are soliciting the votes of their respective noteholders, shareholders, and certain other creditors on their proposed Plan, described in and annexed as Exhibit A to the Disclosure Statement accompanying this Ballot. Please review the Disclosure Statement and Plan carefully before you vote. Unless otherwise defined, capitalized terms used herein and in the Ballot have the meanings ascribed to them in the Plan.

This Ballot does not constitute and will not be deemed to constitute (a) a proof of interest or (b) an admission by the Debtors of the nature, validity, or amount of any interest. This Ballot is not a letter of transmittal and may not be used for any purpose other than to cast votes to accept or reject the Plan. Holders should *not* surrender certificates representing their Existing Common Stock, and neither the Debtors nor the Securities Voting Agent will accept delivery of any certificates surrendered with this Ballot.

Do not submit Existing Common Stock with this Ballot.

To ensure your vote is counted, you must complete, sign, and return this Ballot to the address set forth on the enclosed pre-addressed postage-paid envelope. **Unsigned Ballots will not be counted.** Ballots must be received by the Securities Voting Agent, Financial Balloting Group, 757 Third Avenue-3rd Floor, New York, New York 10017, Att'n: Delphi Ballot Tabulation, by 7:00 p.m. (prevailing Eastern time) on January 11, 2008 (the "Voting Deadline"). **If a Ballot is received after the Voting Deadline, it will not be counted.** Except as otherwise provided herein, the delivery of a Ballot will be deemed made only when the original executed Ballot is actually received by the Securities Voting Agent. In all cases, sufficient time should be allowed to assure timely delivery. **Delivery of a Ballot to the Securities Voting Agent by facsimile, e-mail, or any other electronic means will not be valid.** No Ballot should be sent to the Debtors, any indenture trustee, transfer agent, or financial or legal advisor of the Debtors.

A vote to accept the Plan constitutes your consent to the release of the parties specified in Article 11.5 of the Plan.

To complete the Ballot properly, take the following steps:

- (a) Make sure that the information required by Item 1 has been inserted. If you do not know the number of shares of your Existing Common Stock, please refer to the back page of the Ballot for the number of shares.
- (b) Cast your vote either to accept or to reject the Plan by checking the proper box in Item 2. Ballots that are signed and returned, but not expressly voted to accept or reject the Plan, will not be counted. A Ballot accepting or rejecting the Plan may not be revoked after the Voting Deadline.
- (c) Read Item 3 carefully.
- (d) Sign and date your Ballot.
- (e) If you believe that you have received the wrong Ballot, please contact immediately the Securities Voting Agent, Financial Balloting Group, at (866) 486 1727.
- (f) If you are completing this Ballot on behalf of another person or entity, indicate your relationship in the signature block on the Ballot with that person or entity and the capacity in which you are signing.
- (g) Provide your name and mailing address if (i) different from the printed address that appears on the Ballot or (ii) no pre-printed address appears on the Ballot.
- (h) Return your Ballot using the enclosed return envelope.

**CLASS G-1 EXISTING COMMON STOCK
OF DELPHI CORPORATION
REGISTERED HOLDER**